

1 GROOM LAW GROUP, CHARTERED

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10 *Special Counsel for Debtors*
11 *and Debtors in Possession*

12 **UNITED STATES BANKRUPTCY COURT**
13 **NORTHERN DISTRICT OF CALIFORNIA**
14 **SAN FRANCISCO DIVISION**

15 **In re:**

Bankruptcy Case No. 19-30088 (DM)

16 **PG&E CORPORATION,**

Chapter 11

17 **- and -**

(Lead Case)

18 **PACIFIC GAS AND ELECTRIC**
19 **COMPANY,**

(Jointly Administered)

20 **Debtors.**

21 ☐ Affects PG&E Corporation

22 ☐ Affects Pacific Gas and Electric Company

23 ☒ Affects both Debtors

24 ** All papers shall be filed in the Lead Case*
25 *No. 19-30088 (DM).*

SIXTH CONSOLIDATED FEE
STATEMENT OF GROOM LAW GROUP,
CHARTERED FOR ALLOWANCE AND
PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES FOR
THE PERIOD OF MARCH 1, 2020
THROUGH MARCH 31, 2020

Objection Deadline: July 14, 2020 at 4:00
p.m. (Pacific Time)

To: The Notice Parties

Name of Applicant Groom Law Group, Chartered

Authorized to Provide Professional Services to: Debtors

Date of Retention: June 10, 2019 nunc pro tunc to January 29, 2019

Period for which compensation and reimbursement are sought: March 1, 2020 through March 31, 2020

Amount of compensation sought as actual, reasonable, and necessary \$83,954.88 (80% of \$104,943.60)

Amount of expense reimbursement sought as actual, reasonable, and necessary \$0

The Groom Law Group, Chartered (“Groom” or “Applicant”), special employee benefits counsel to PG&E Corporation and Pacific Gas and Electric Company (“Debtors”), hereby submits its Sixth Consolidated Fee Statement (“Sixth Consolidated Statement”)¹ for allowance and payment of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred for the period commencing March 1, 2020, through March 31, 2020 (the “Fee Period”) pursuant to *the Order Pursuant to 11 U.S.C. §§ 331 and 105(a) and*

¹ Groom filed its First Consolidated Monthly Fee Statement covering the period from January 29, 2019, to July 31, 2019, on September 27, 2019 [Dkt. No. 4031]. Groom filed a Certificate of No Objection with respect to the Consolidated Monthly Fee Statement on October 21, 2019 [Dkt. No. 4350]. Groom filed its First Monthly Fee Statement covering August 2019 on December 2, 2019 [Dkt. No. 4936]. Groom filed a Certificate of No Objection with respect to the First Monthly Fee Statement on December 23, 2019 [Dkt. No. 5195]. Groom filed its Second Consolidated Monthly Fee Statement covering September and October 2019 on December 8, 2019 [Dkt. No. 5022]. Groom filed a Certificate of No Objection with respect to the Second Consolidated Monthly Fee Statement on December 30, 2019 [Dkt. No. 5225]. Groom had previously numbered its Fee Statements for individual months and its Consolidated Fee Statements separately, but at the recommendation of the Fee Examiner now numbers all of its Fee Statements consecutively, regardless of whether the Fee Statement is for an individual month or is consolidated. Groom filed its Fourth Consolidated Fee Statement on February 2, 2020 [Dkt. No. 5843]. Groom filed a Certificate of No Objection with respect to its Fourth Consolidated Fee Statement on March 12, 2020 [Dkt. No. 6269]. Groom filed its First Interim Fee Application on March 13, 2020 [Dkt. No. 6283]. Groom filed its Fifth Consolidated Fee Statement on May 1, 2020 [Dkt. No. 7047]. Groom filed a Certificate of No Objection with respect to its Fifth Consolidated Fee Statement on May 21, 2020 [Dkt. No. 7456].

1 *Fed. R. Bank. P. 2016 for Authority to Establish Procedures for Interim Compensation and*
2 *Reimbursement of Expenses of Professionals dated February 27, 2019 [Dkt. 701] (the “Interim*
3 *Compensation Procedures Order”)* and the *Order Appointing Fee Examiner And Establishing*
4 *Procedures For Consideration Of Requested Fee Compensation And Reimbursement Of*
5 *Expenses [Dkt. 2267].*

6
7
8 By this Monthly Statement, Groom requests allowance and payment of \$83,954.88 (80%
9 of \$104,943.60) as compensation for professional services rendered to the Debtors during the
10 Fee Period. Groom incurred no expenses during the Fee Period.

11
12 Groom provided legal services to Debtors related to five different matters during the Fee
13 Period. Attached hereto are the following Exhibits:

14 1. Matter A: Counseling re: Executive Compensation

- 15
16 a. Exhibit A-1 is the name of each professional who performed services for one or
17 both of the Debtors in connection with these Chapter 11 cases during the Fee
18 Period and the hourly rate and total fees for each professional.
19
20 b. Exhibit A-2 is a summary of hours during the Fee Period by task.
21
22 c. Exhibit A-3 is the detailed time entries for the Fee Period.

23 2. Matter B: Counseling re: Defined Benefit Plan

- 24 a. Exhibit B-1 is the name of each professional who performed services for one or
25 both of the Debtors in connection with these Chapter 11 cases during the Fee
26 Period and the hourly rate and total fees for each professional.
27
28 b. Exhibit B-2 is a summary of hours during the Fee Period by task.
c. Exhibit B-3 is the detailed time entries for the Fee Period.

1 3. Matter C: Counseling re: Health and Welfare Plan

- 2 a. Exhibit C-1 is the name of each professional who performed services for one or
3 both of the Debtors in connection with these Chapter 11 cases during the Fee
4 Period and the hourly rate and total fees for each professional.
5
6 b. Exhibit C-2 is a summary of hours during the Fee Period by task.
7
8 c. Exhibit C-3 is the detailed time entries for the Fee Period.

9 4. Matter D: Counseling re: Bankruptcy Matter

- 10 a. Exhibit D-1 is the name of each professional who performed services for the
11 Debtors in connection with these Chapter 11 cases during the Fee Period and the
12 hourly rate and total fees for each professional.
13
14 b. Exhibit D-2 is a summary of hours during the Fee Period by task.
15
16 c. Exhibit D-3 is the detailed time entries for the Fee Period.

17 5. Matter E: Voluntary Disability Plan

- 18 a. Exhibit E-1 is the name of each professional who performed services for the
19 Debtors in connection with these Chapter 11 cases during the Fee Period and the
20 hourly rate and total fees for each professional.
21
22 b. Exhibit E-2 is a summary of hours during the Fee Period by task.
23
24 c. Exhibit E-3 is the detailed time entries for the Fee Period.

25 6. Matter F: Defined Contribution Plan

- 26 a. Exhibit F-1 is the name of each professional who performed services for the
27 Debtors in connection with these Chapter 11 cases during the Fee Period and the
28 hourly rate and total fees for each professional.

b. Exhibit F-2 is a summary of hours during the Fee Period by task.

c. Exhibit F-3 is the detailed time entries for the Fee Period.

In accordance with the Interim Compensation Procedures Order, responses or objections to this Monthly Statement, if any, must be filed and served on or before the 21st day (or the next business day if such day is not a business day) following the date the Monthly Statement is served with this Court (the “Objection Deadline”).

Upon expiration of the Objection Deadline, the Applicant shall file a certificate of no objection with the Court, after which the Debtors are authorized and directed to pay the Applicant an amount equal to 80% of the fees requested in this Monthly Statement. If an objection is properly filed, the Debtors shall be authorized and directed to pay the Applicant 80% of the requested fees that are not subject to an objection.

Dated: June 24, 2020

GROOM LAW GROUP, CHARTERED

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EXHIBIT A-1

COMPENSATION BY PROFESSIONAL
MARCH 1, 2020, THROUGH MARCH 31, 2020

The attorneys and paraprofessionals who rendered professional services to one or more of the Debtors relating to Executive Compensation during the Fee Period are:

Partners and Of Counsels	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Will Fogleman	2011	\$675.00	6.00	\$4,050.00

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Of Counsels	\$675.00	6.00	\$4,050.00
<i>Total Fees Incurred</i>			\$4,050.00

EXHIBIT A-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	6.00	\$4,050.00

EXHIBIT A-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
3/5/2020	FOGLEMAN	1.00	C200	Review benefit calculation provisions of Excess Plan and discuss with SAB.	\$675.00
3/15/2020	FOGLEMAN	2.80	C200	Review CD&A description of pension payments.	\$1,890.00
3/16/2020	FOGLEMAN	0.20	C200	Prepare email comments re: CD&A to R. Reilly.	\$135.00
3/18/2020	FOGLEMAN	2.00	C200	Prepare emails to R. Reilly re: 409A catch up payments and CD&A.	\$1,350.00
		6.00			
Grand Total					\$4,050.00

EXHIBIT B-1

COMPENSATION BY PROFESSIONAL
MARCH 1, 2020, THROUGH MARCH 31, 2020

The attorneys and paraprofessionals who rendered professional services to one or both of the Debtors relating to the Debtors' Defined Benefit Plans during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Katherine Kohn	2009	\$708.00	1.10	\$778.80
David Levine	1998	\$860.00	8.70	\$7,482.00
Will Fogleman	2011	\$675.00	2.50	\$1,687.50
Kevin Walsh	2009	\$708.00	1.90	\$1,345.20
Brigen Winters	1994	\$860.00	0.30	\$258.00

Name of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
David Ashner	2014	\$556.00	2.40	\$1,334.40
Stacey Bradford	1996	\$637.00	1.30	\$828.10
Zach Isenhour	2019	\$378.00	0.50	\$189.00

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$796.65	14.50	\$11,551.50
Associates	\$559.88	4.20	\$2,351.50
Blended Attorney Rate	\$743.47		
Total Fees Incurred		18.70	\$13,903.00

EXHIBIT B-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED DURING THE FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	18.70	\$13,903.00

EXHIBIT B-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
3/6/2020	ASHNER	0.30	C200	Review/analyze Principal service continuity agreements.	\$166.80
3/12/2020	ASHNER	1.30	C200	Review/analyze Principal transition services agreement, including reviewing terms of trust agreements re: successorship.	\$722.80
3/13/2020	ASHNER	0.60	C200	Draft/revise email to R. Reilly re: comments to Principal service continuity agreement.	\$333.60
3/15/2020	ASHNER	0.20	C200	Review/analyze governance question re: trustee authority.	\$111.20
3/6/2020	BRADFORD	1.30	C200	Review and analyze questions regarding calculation of benefits under Retirement Plan and Supplemental Executive Retirement Plan in connection with actuarial increases for post-age 65 calculations.	\$828.10
3/6/2020	FOGLEMEN	2.40	C200	Review SERPs and issues re: stair-step addition.	\$1,620.00
3/13/2020	FOGLEMEN	0.10	C200	Analyze 409A catch-up issue.	\$67.50
3/3/2020	ISENHOOR	0.50	C200	Review status of common law marriage across various states and CA's recognition thereof.	\$189.00
3/26/2020	KOHN	1.10	C200	Analyze issues re: PBGC/POR considerations.	\$778.80
3/5/2020	LEVINE	0.30	C200	Rabbi trust transition follow-up.	\$258.00
3/8/2020	LEVINE	0.30	C200	Review electrical technician service credit amendment items.	\$258.00

3/8/2020	LEVINE	0.30	C200	SERP adjustment follow-up.	\$258.00
3/12/2020	LEVINE	0.30	C200	Rabbi trust assignment follow-up.	\$258.00
3/13/2020	LEVINE	0.20	C200	Trustee transition follow-up.	\$172.00
3/15/2020	LEVINE	0.20	C200	Rabbi trust transition follow-up.	\$172.00
3/16/2020	LEVINE	0.40	C200	Review comments on 10-K.	\$344.00
3/16/2020	LEVINE	0.40	C200	Rabbi trust follow-up.	\$344.00
3/16/2020	LEVINE	0.20	C200	Incumbency certificate follow-up.	\$172.00
3/17/2020	LEVINE	0.20	C200	Letter agreement follow-up.	\$172.00
3/18/2020	LEVINE	0.20	C200	Follow-up on distribution reporting with R. Reilly.	\$172.00
3/18/2020	LEVINE	0.50	C200	Union bargaining amendment follow-up.	\$430.00
3/22/2020	LEVINE	0.30	C200	Revise IBEW Line Tech amendment.	\$258.00
3/27/2020	LEVINE	0.30	C200	Follow-up on employee plan impact question.	\$258.00
3/28/2020	LEVINE	0.50	C200	Follow-up on plan provision question.	\$430.00
3/30/2020	LEVINE	1.80	C200	Follow-up on design question and call with client re: same	\$1,548.00
3/31/2020	LEVINE	1.30	C200	Plan design follow-up and review analysis.	\$1,118.00
3/31/2020	LEVINE	1.00	C200	Follow-up on CARES items.	\$860.00
3/27/2020	WALSH	0.60	C200	Analyze re: employee credits.	\$424.80
3/28/2020	WALSH	1.30	C200	Analyze issues re employee retention provisions.	\$920.40
3/18/2020	WINTERS	0.30	C200	Communicate with client re: coronavirus Fiscal stimulus legislation and possible retirement changes.	\$258.00
		18.70			
GRAND TOTAL					\$13,903.00

EXHIBIT C-1

COMPENSATION BY PROFESSIONAL
MARCH 1, 2020, THROUGH MARCH 31, 2020

The attorneys and paraprofessionals who rendered professional services to one or both of the Debtors related to Health and Welfare Plans during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Katie Amin	2009	\$713.00	1.70	\$1,212.10
Christy Tinnes	1998	\$812.00	1.60	\$1,299.20
David Levine	1998	\$860.00	3.90	\$3,354.00
Allison Ullman	2005	\$755.00	11.40	\$8,607.00
Brigen Winters	1994	\$860.00	8.50	\$7,310.00
Joel Wood	1999	\$713.00	2.60	\$1,853.80

Name of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Zack Hoffmann-Richards	2007	\$544.00	3.80	\$2,067.20
Nancy McTyre (Legal Consultant)	2010	\$675.00	3.00	\$2,025.00

Name of Paraprofessionals	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Amy Latalladi-Fulton	--	\$328.00	0.80	\$262.40

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$795.82	29.70	\$23,636.10
Associates	\$601.79	6.80	\$4,092.20
Paraprofessionals	\$328.00	0.80	\$262.40

Blended Attorney Rate	\$759.67		
<i>Total Fees Incurred</i>		37.30	\$27,990.70

EXHIBIT C-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED DURING THE FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	37.30	\$27,990.70

EXHIBIT C-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
3/16/2020	AMIN	0.10	C200	Analyze R. Reilly's question re: coronavirus and FSA deadline.	\$71.30
3/17/2020	AMIN	0.10	C200	Analyze R. Reilly follow up question re: extending FSA claims deadline.	\$71.30
3/24/2020	AMIN	1.50	C200	Analyze paid leave questions.	\$1,069.50
3/23/2020	HOFFMANN-RICHARDS	2.80	C200	Research, draft and review various Families First Responses.	\$1,523.20
3/25/2020	HOFFMANN-RICHARDS	1.00	C200	Draft COBRA Authorization Form.	\$544.00
3/25/2020	LATALLADI-FULTON	0.80	C200	Analyze plaintiff firm Shamis & Gentile's class action lawsuit experience, for DNL.	\$262.40
3/10/2020	LEVINE	0.20	C200	Sick leave follow-up.	\$172.00
3/11/2020	LEVINE	0.30	C200	Sick leave question follow-up.	\$258.00
3/14/2020	LEVINE	0.20	C200	Sick pay follow-up.	\$172.00
3/15/2020	LEVINE	0.50	C200	Sick pay follow-up.	\$430.00
3/17/2020	LEVINE	0.30	C200	Sick leave follow-up.	\$258.00
3/20/2020	LEVINE	0.50	C200	Follow-up on leave questions with team.	\$430.00
3/25/2020	LEVINE	0.30	C200	Legislation follow-up.	\$258.00
3/25/2020	LEVINE	0.40	C200	Follow-up on D.T. inquiry and process.	\$344.00
3/27/2020	LEVINE	0.20	C200	CARES follow-up.	\$172.00
3/27/2020	LEVINE	0.50	C200	D.T. and COBRA lawsuits follow-up.	\$430.00
3/28/2020	LEVINE	0.20	C200	D.T. follow-up.	\$172.00
3/28/2020	LEVINE	0.30	C200	CARES follow-up.	\$258.00
3/25/2020	MCTYRE	0.60	C200	Analyze D.T. document request.	\$405.00
3/26/2020	MCTYRE	0.30	C200	Analyze D.T. document request.	\$202.50
3/27/2020	MCTYRE	1.00	C200	Analyze D.T. document request.	\$675.00
3/28/2020	MCTYRE	0.70	C200	Draft response to D.T. document request.	\$472.50

3/30/2020	MCTYRE	0.20	C200	Analyze D.T. document request.	\$135.00
3/31/2020	MCTYRE	0.20	C200	Analyze D.T. document request.	\$135.00
3/16/2020	TINNES	0.50	C200	Analyze issues re: COVID / STD and quarantine leave issues.	\$406.00
3/17/2020	TINNES	0.30	C200	Analyze quarantine leave/ STD questions.	\$243.60
3/17/2020	TINNES	0.50	C200	Review/analyze issues re: quarantine leave/STD questions.	\$406.00
3/26/2020	TINNES	0.10	C200	Analyze HIPAA authorization.	\$81.20
3/26/2020	TINNES	0.20	C200	Review HIPAA authorization.	\$162.40
3/10/2020	ULLMAN	0.20	C200	Review/analysis re: COVID leave.	\$151.00
3/11/2020	ULLMAN	1.30	C200	Review/analysis re: COVID questions.	\$981.50
3/13/2020	ULLMAN	0.20	C200	Review/analysis re: COVID-19 guidance.	\$151.00
3/14/2020	ULLMAN	0.20	C200	Review correspondence re: COVID-19 leave.	\$151.00
3/16/2020	ULLMAN	0.60	C200	Review/analysis re: FSA claims reimbursement deadline.	\$453.00
3/16/2020	ULLMAN	2.20	C200	Review/analysis re: COVID-19 guidance.	\$1,661.00
3/17/2020	ULLMAN	0.10	C200	Correspondence with R. Reilly re: outstanding H&W issues.	\$75.50
3/17/2020	ULLMAN	0.20	C200	Review/analysis re: FSA claims reimbursement deadline.	\$151.00
3/17/2020	ULLMAN	1.40	C200	Review/analysis re: COVID-19 guidance.	\$1,057.00
3/17/2020	ULLMAN	0.30	C200	Call with R. Reilly re: outstanding H&W projects.	\$226.50
3/18/2020	ULLMAN	0.30	C200	Email to R. Reilly re: FSA claims reimbursement deadline.	\$226.50
3/18/2020	ULLMAN	0.20	C200	Review/analysis re: COVID-19 guidance.	\$151.00
3/19/2020	ULLMAN	1.80	C200	Review/analyze COVID-19 guidance.	\$1,359.00
3/20/2020	ULLMAN	0.40	C200	Review/analysis re: COVID-19 guidance and paid leave.	\$302.00
3/24/2020	ULLMAN	0.10	C200	Review/analysis re: sick leave.	\$75.50

3/25/2020	ULLMAN	0.90	C200	Review/analysis re: COBRA notice question.	\$679.50
3/25/2020	ULLMAN	0.10	C200	Follow up re: paid sick leave question.	\$75.50
3/26/2020	ULLMAN	0.20	C200	Review re: HIPAA authorization form and COBRA notice.	\$151.00
3/27/2020	ULLMAN	0.20	C200	Review/analysis re: COBRA notice disclosure question.	\$151.00
3/30/2020	ULLMAN	0.30	C200	Work re: D.T request.	\$226.50
3/31/2020	ULLMAN	0.20	C200	Follow up on D.T. document request.	\$151.00
3/13/2020	WINTERS	0.80	C200	Review/analyze questions from R. Reilly re: Coronavirus leave provisions.	\$688.00
3/14/2020	WINTERS	0.50	C200	Communicate with P. Simpkins and R. Reilly re: Coronavirus legislation and analysis of same.	\$430.00
3/15/2020	WINTERS	0.70	C200	Communicate with P. Simpkins and R. Reilly re: Coronavirus legislation and analysis of same.	\$602.00
3/16/2020	WINTERS	0.30	C200	Emails to and from R. Reilly re: Coronavirus legislation and analysis of same.	\$258.00
3/18/2020	WINTERS	0.30	C200	Emails to and from R. Reilly, et al., re: Coronavirus legislation and analysis of same.	\$258.00
3/19/2020	WINTERS	0.30	C200	Emails to and from R. Reilly, P. Simpkins, et al., re: Coronavirus legislation and analysis of same.	\$258.00
3/20/2020	WINTERS	0.40	C200	Review P. Simpkins, R. Reilly questions re: paid leave less than 500 employer FMLA definitions.	\$344.00
3/22/2020	WINTERS	0.50	C200	Emails to and from P. Simpkins and R. Reilly, et al., re: fiscal stimulus bill and analysis of provisions.	\$430.00
3/23/2020	WINTERS	0.50	C200	Draft/revise response to P. Simpkins on FMLA and FLSA employer definition for	\$430.00

				Families Act paid leave requirements.	
			C200	Draft/revise response to P. Simpkins on FMLA and FLSA employer definition for Families Act paid leave requirements.	
3/24/2020	WINTERS	0.30			\$258.00
			C200	Draft/revise response to P. Simpkins on FMLA and FLSA employer definition for Families Act paid leave requirements.	
3/25/2020	WINTERS	0.80			\$688.00
			C200	Emails to P. Simpkins and R. Reilly, et al., re: fiscal stimulus bill provisions.	
3/25/2020	WINTERS	0.30			\$258.00
			C200	Email from and to P. Simpkins re: eligibility for CARES Act business loans and credits.	
3/27/2020	WINTERS	0.50			\$430.00
			C200	Review/analyze questions from P. Simpkins re: eligibility for CARES Act business loans and credits.	
3/28/2020	WINTERS	0.50			\$430.00
			C200	Draft/revise summary for P. Simpkins, R. Reilly re: eligibility for CARES Act business loans and credits.	
3/30/2020	WINTERS	0.80			\$688.00
			C200	Review and edit communication on CARES Act business loans.	
3/31/2020	WINTERS	0.80			\$688.00
			C200	Email to P. Simpkins, R. Reilly re: eligibility for CARES Act business loans and credits.	
3/31/2020	WINTERS	0.20			\$172.00
			C200	Analyze sick-leave accrual issues.	
3/16/2020	WOOD	0.20			\$142.60
			C200	Review and analyze correspondence and questions regarding application of emergency leave provisions of Families First Coronavirus Response Act to corporate employees.	
3/22/2020	WOOD	0.40			\$285.20
			C200	Review and analyze correspondence and questions regarding application of	
3/23/2020	WOOD	1.00			\$713.00

				emergency leave provisions of Families First Coronavirus Response Act to corporate employees.	
			C200	Analyze and revise proposed response and analysis on Families First leave issues as applied to PG&E.	
3/23/2020	WOOD	1.00			\$713.00
		37.30			
Grand Total					\$27,990.70

EXHIBIT D-1

COMPENSATION BY PROFESSIONAL
MARCH 1, 2020, THROUGH MARCH 31, 2020

The attorneys and paraprofessionals who rendered professional services to the Debtors in connection with benefits issues related to bankruptcy (2018 Wildfires) during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Allie Itami	2009	\$713.00	8.00	\$5,704.00
Katherine Kohn	2009	\$708.00	3.20	\$2,265.60
David Levine	1998	\$860.00	14.30	\$12,298.00
Kevin Walsh	2009	\$708.00	4.50	\$3,186.00
Brigen Winters	1994	\$860.00	0.40	\$344.00

Name of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Mark Carolan	2010	\$675.00	6.90	\$4,657.50
Ross McSweeney	2012	\$637.00	11.80	\$7,516.60
Scott Mayland	2014	\$556.00	0.60	\$333.60

Name of Paraprofessionals	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Andi Shahinllari	--	\$214.00	4.70	\$1,005.80
Amy Latalladi-Fulton	--	\$328.00	0.50	\$164.00

Professionals	Blended Rate	Total Hours Billed	Total Compensation
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Partners and Counsel	\$782.81	30.40	\$23,797.60
Associates	\$648.06	19.30	\$12,507.70
Paraprofessionals	--	5.20	\$1,169.80
Blended Attorney Rate	\$730.48		
<i>Total Fees Incurred</i>		54.90	\$37,475.10

EXHIBIT D-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED DURING THE FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	54.90	\$37,475.10

EXHIBIT D-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
3/26/2020	CAROLAN	0.40	C200	Review summary of issues for discussion with PBGC.	\$270.00
3/30/2020	CAROLAN	1.50	C200	Summarize findings regarding early retirement incentive program.	\$1,012.50
3/30/2020	CAROLAN	2.00	C200	Prepare cost estimates and review plan provisions re: early in retirement incentive program.	\$1,350.00
3/30/2020	CAROLAN	2.50	C200	Analyze projected cost for early retirement incentive program.	\$1,687.50
3/31/2020	CAROLAN	0.40	C200	Draft response and follow up with client.	\$270.00
3/31/2020	CAROLAN	0.10	C200	Review question from client regarding incentive analysis.	\$67.50
3/4/2020	ITAMI	1.00	C200	Review questions regarding Employee Benefits Committee structure.	\$713.00
3/24/2020	ITAMI	2.00	C200	Analyze issues re possible independent fiduciary for company stock.	\$1,426.00
3/26/2020	ITAMI	2.00	C200	Revise memo regarding plan of reorganization impact on retirement plans.	\$1,426.00
3/27/2020	ITAMI	3.00	C200	Revise memo regarding plan of reorganization impact on retirement plans.	\$2,139.00
3/10/2020	KOHN	0.60	C200	Review interim fee application.	\$424.80
3/17/2020	KOHN	1.00	C200	Analyze issues re: lump sum restrictions and stock rights offering.	\$708.00
3/20/2020	KOHN	0.10	C200	Call with C. Morgan (PBGC) re: asset statement and prepare and send same.	\$70.80
3/23/2020	KOHN	0.20	C200	Analyze pension issues in sale process.	\$141.60

1	3/27/2020	KOHN	0.10	C200	Call with Weil regarding PBGC issues.	\$70.80
2	3/27/2020	KOHN	0.30	C200	Call with client regarding PBGC requests.	\$212.40
3	3/30/2020	KOHN	0.80	C200	Analyze issues re: PBGC requests for security.	\$566.40
4	3/30/2020	KOHN	0.10	C200	Analyze issues re: interim fee applications.	\$70.80
5	3/5/2020	LATALLADI-FULTON	0.50	C200	Analyze current status of PG&E securities litigation.	\$164.00
6	3/5/2020	LEVINE	0.30	C200	Review bankruptcy administrative items.	\$258.00
7	3/5/2020	LEVINE	0.60	C200	Review and follow-up re: PBGC inquiry.	\$516.00
8	3/5/2020	LEVINE	0.50	C200	Review securities class action implications for plan.	\$430.00
9	3/6/2020	LEVINE	0.20	C200	Review updated PG&E response.	\$172.00
10	3/6/2020	LEVINE	0.60	C200	Counsel status call and follow-up on SERP items.	\$516.00
11	3/11/2020	LEVINE	0.20	C200	Billing administration follow-up.	\$172.00
12	3/12/2020	LEVINE	0.30	C200	Attention to and review of fee application.	\$258.00
13	3/13/2020	LEVINE	0.2	C200	Bankruptcy billing matters follow-up.	\$172.00
14	3/13/2020	LEVINE	0.20	C200	Follow-up re: counsel call.	\$172.00
15	3/13/2020	LEVINE	0.60	C200	Counsel benefits status call.	\$516.00
16	3/17/2020	LEVINE	0.90	C200	Follow-up on emergency items.	\$774.00
17	3/18/2020	LEVINE	0.90	C200	Follow-up on POR/emergence items.	\$774.00
18	3/18/2020	LEVINE	0.30	C200	PBGC follow-up.	\$258.00
19	3/19/2020	LEVINE	0.20	C200	Review PBGC follow-up.	\$172.00
20	3/20/2020	LEVINE	1.20	C200	Status call and PBGC filing follow-up.	\$1,032.00
21	3/21/2020	LEVINE	0.20	C200	PBGC filing follow-up.	\$172.00
22	3/22/2020	LEVINE	0.50	C200	Review impact of relief legislation.	\$430.00
23	3/23/2020	LEVINE	0.80	C200	POR and restructuring questions follow-up.	\$688.00
24	3/24/2020	LEVINE	0.90	C200	Follow-up on company stock items.	\$774.00

			C200	Company stock and restructuring items review and follow-up.	
3/25/2020	LEVINE	1.20			\$1,032.00
3/25/2020	LEVINE	0.50	C200	Review PBGC response items.	\$430.00
3/26/2020	LEVINE	1.40	C200	Follow-up on PBGC inquiry.	\$1,204.00
3/27/2020	LEVINE	1.40	C200	Status call and follow-up re: PBGC.	\$1,204.00
3/30/2020	LEVINE	0.20	C200	Review fee application items.	\$172.00
3/5/2020	MAYLAND	0.60	C200	Analyze settlement of securities class action.	\$333.60
3/9/2020	MCSWEENEY	5.00	C200	Draft interim fee application.	\$3,185.00
3/9/2020	MCSWEENEY	0.70	C200	Revise draft interim fee application.	\$445.90
3/10/2020	MCSWEENEY	1.10	C200	Draft interim fee application.	\$700.70
3/10/2020	MCSWEENEY	1.90	C200	Revise draft interim fee application.	\$1,210.30
3/11/2020	MCSWEENEY	0.80	C200	Revise draft interim fee application.	\$509.60
3/12/2020	MCSWEENEY	0.50	C200	Revise draft interim fee application.	\$318.50
3/13/2020	MCSWEENEY	1.80	C200	Revise draft interim fee application and prepare same for filing.	\$1,146.60
3/12/2020	SHAHINLLARI	0.80	C200	Prepare and file with the Court the Certificate of No Objection for the 4th Fee Application.	\$171.20
3/13/2020	SHAHINLLARI	0.70	C200	Email Fee Examiner re: Interim Fee Application.	\$149.80
3/13/2020	SHAHINLLARI	1.50	C200	Prepare, organize and file with the Court the Interim Fee Application.	\$321.00
3/19/2020	SHAHINLLARI	0.70	C200	Emails to the Bankruptcy Auditor (Office of the U.S. Trustee) regarding Fee Application Statements.	\$149.80
3/20/2020	SHAHINLLARI	0.50	C200	Prepare production documents to PBGC.	\$107.00

3/31/2020	SHAHINLLA RI	0.20	C200	Email US Trustees the corrected version of the Ledes files.	\$42.80
3/31/2020	SHAHINLLA RI	0.30	C200	Review accounting data for the 4th fee application.	\$64.20
3/21/2020	WALSH	0.40	C200	Analyze impact of COVID- 19 provisions on bankruptcy.	\$283.20
3/22/2020	WALSH	0.40	C200	Analyze re: exec comp provisions of COVID bill.	\$283.20
3/23/2020	WALSH	0.50	C200	Analyze impact of COVID- 19 provisions on bankruptcy.	\$354.00
3/24/2020	WALSH	0.50	C200	Analyze impact of COVID- 19 provisions on bankruptcy.	\$354.00
3/25/2020	WALSH	0.50	C200	Analyze impact of COVID- 19 provisions on bankruptcy.	\$354.00
3/31/2020	WALSH	1.10	C200	Respond to follow up questions.	\$778.80
3/31/2020	WALSH	1.10	C200	Review COVID-19 response.	\$778.80
3/22/2020	WINTERS	0.40	C200	Review/analyze fiscal stimulus bill language on business loans and exec comp restrictions.	\$344.00
			54.90		
GRAND TOTAL					\$37,475.10

EXHIBIT E-1

COMPENSATION BY PROFESSIONAL
MARCH 1, 2020, THROUGH MARCH 31, 2020

The attorneys and paraprofessionals who rendered professional services to the debtors relating to the Voluntary Disability Plan during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
David Levine	1998	\$860.00	1.10	\$946.00
Allison Ullman	2008	\$755.00	5.10	\$3,850.50
<i>Total Partners and Counsel</i>			6.20	\$4,796.50

Names of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Jessica Winslow	2018	\$413.00	1.30	\$536.90
<i>Total Associates</i>			1.30	\$536.90

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$773.62	6.20	\$4,796.50
Associates	\$413.00	1.30	\$536.90
Blended Attorney Rate	\$711.12		
<i>Total Fees Incurred</i>		7.50	\$5,333.40

EXHIBIT E-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	7.50	\$5,333.40

EXHIBIT E-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
3/12/2020	LEVINE	0.80	C200	Status call with client.	\$688.00
3/13/2020	LEVINE	0.30	C200	Review and follow-up re: voluntary plan analysis.	\$258.00
3/6/2020	ULLMAN	0.30	C200	Follow-up work re: VP disclosure question.	\$226.50
3/9/2020	ULLMAN	0.30	C200	Follow up re: VP matters.	\$226.50
3/12/2020	ULLMAN	0.50	C200	Call with client re: VP matter.	\$377.50
3/12/2020	ULLMAN	0.50	C200	Prepare for call with client re: voluntary plan matter.	\$377.50
3/13/2020	ULLMAN	0.60	C200	Call with client re: VP questions re: COVID-19.	\$453.00
3/13/2020	ULLMAN	2.90	C200	Review EDD guidance re: VPs and sick leave.	\$2,189.50
3/12/2020	WINSLOW	1.30	C200	Conference call re: EDD disclosure issues and prepare for same.	\$536.90
		7.50			
GRAND TOTAL					\$5,333.40

EXHIBIT F-1

COMPENSATION BY PROFESSIONAL
MARCH 1, 2020, THROUGH MARCH 31, 2020

The attorneys and paraprofessionals who rendered professional services to the debtors relating to the Defined Contribution Plan during the Fee Period are:

Name of Partners and Counsel	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
Michael Del Conte	2006	\$713.00	0.50	\$356.50
Alexander Ryan	2001	\$732.00	7.00	\$5,124.00
David Levine	1998	\$860.00	6.70	\$5,762.00
Total Partners and Counsel			14.20	\$11,242.50

Names of Associates	Year Admitted	Hourly Rate	Total Hours Billed	Total Compensation
David Ashner	2014	\$556.00	2.80	\$1,556.80
John Barlow	2015	\$561.00	0.60	\$336.60
Stacey Bradford	1994	\$637.00	1.60	\$1,019.20
Michael Cook	2017	\$413.00	3.10	\$1,280.30
Arsalan Malik	2015	\$504.00	1.50	\$756.00
Total Associates			9.60	\$4,948.90

Professionals	Blended Rate	Total Hours Billed	Total Compensation
Partners and Counsel	\$791.72	14.20	\$11,242.50
Associates	\$515.51	9.60	\$4,948.90
Blended Attorney Rate	\$680.31		
Total Fees Incurred		23.80	\$16,191.40

EXHIBIT F-2

**COMPENSATION BY WORK TASK CODE FOR SERVICES
RENDERED ON MATTER DURING FEE PERIOD**

Task Code	Description	Hours	Amount
C200	Researching Law	23.80	\$16,191.40

EXHIBIT F-3

ITEMIZED SERVICES

Date	Timekeeper	Hours	Task	Narrative	Amount
3/16/2020	ASHNER	0.80	C200	Review/analyze Fidelity RKA re: rights and protections re: use of participant data.	\$444.80
3/16/2020	ASHNER	0.40	C200	Draft/revise memo re: use of participant data, monitoring, etc.	\$222.40
3/19/2020	ASHNER	0.50	C200	Review/analyze Fidelity master trust agreement and amendments thereto, and governance items for participation agreement.	\$278.00
3/20/2020	ASHNER	0.40	C200	Draft/revise memo re: Fidelity use of participant data.	\$222.40
3/24/2020	ASHNER	0.50	C200	Review/analyze Fidelity RKA re: use of EFT information.	\$278.00
3/27/2020	ASHNER	0.20	C200	Draft/revise email re: Fidelity affirmative consent requirements per RKA (re: COVID-19 opt-out notice).	\$111.20
3/18/2020	BARLOW	0.60	C200	Review/analyze Fidelity mandatory transfer memorandum; draft/revise same.	\$336.60
3/18/2020	BRADFORD	0.70	C200	Review and analyze question regarding second withdrawal for disability during suspension period for first withdrawal.	\$445.90
3/18/2020	BRADFORD	0.20	C200	Email client regarding second disability withdrawal during suspension period for first disability withdrawal.	\$127.40
3/23/2020	BRADFORD	0.10	C200	Review email regarding proposed administrative changes from Fidelity to ease participant access to funds.	\$63.70
3/25/2020	BRADFORD	0.30	C200	Teleconference with client and DNL regarding withdrawal issues and Fidelity administration proposals.	\$191.10
3/25/2020	BRADFORD	0.30	C200	Review SPD for loan rules.	\$191.10
3/11/2020	COOK	2.10	C200	Draft memo regarding open questions on mandatory plan-to-plan transfer amendments.	\$867.30

1	3/12/2020	COOK	1.00	C200	Finalize draft of memo regarding plan-to-plan transfers.	\$413.00
2	3/19/2020	DEL CONTE	0.50	C200	Analyze issues re: DC plan securities law representations.	\$356.50
3	3/5/2020	LEVINE	0.80	C200	Follow-up on loan transfers.	\$688.00
4	3/9/2020	LEVINE	0.30	C200	Review transfer implementation questions.	\$258.00
5	3/11/2020	LEVINE	0.30	C200	Review and comment on audit engagement letters.	\$258.00
6	3/12/2020	LEVINE	0.30	C200	Review RSP transfer memo.	\$258.00
7	3/16/2020	LEVINE	0.20	C200	SSgA follow-up.	\$172.00
8	3/16/2020	LEVINE	0.40	C200	Analyze use of participant data, monitoring.	\$344.00
9	3/16/2020	LEVINE	0.30	C200	Fidelity monitoring follow-up.	\$258.00
10	3/18/2020	LEVINE	0.40	C200	Review and revise plan transfer memo.	\$344.00
11	3/19/2020	LEVINE	0.30	C200	SSgA agreement follow-up with APR.	\$258.00
12	3/23/2020	LEVINE	0.20	C200	Follow-up on EBC meeting items.	\$172.00
13	3/23/2020	LEVINE	1.20	C200	Follow-up on potential process design changes.	\$1,032.00
14	3/24/2020	LEVINE	0.60	C200	Hardship / Fidelity items follow-up.	\$516.00
15	3/25/2020	LEVINE	0.80	C200	Review and follow-up re: changes to administration.	\$688.00
16	3/26/2020	LEVINE	0.20	C200	Follow-up re: loan consent.	\$172.00
17	3/27/2020	LEVINE	0.20	C200	Follow-up on CARES features implementation.	\$172.00
18	3/31/2020	LEVINE	0.20	C200	CARES Act opt in follow-up.	\$172.00
19	3/24/2020	MALIK	1.50	C200	Draft considerations relating to company stock litigation.	\$756.00
20	3/4/2020	RYAN	0.10	C200	E-mail with R. Reilly at PG&E regarding SSgA investment.	\$73.20
21	3/17/2020	RYAN	0.10	C200	E-mail with R. Reilly at PG&E regarding State Street investment.	\$73.20
22	3/18/2020	RYAN	1.50	C200	Review draft participation agreement from State Street.	\$1,098.00
23	3/19/2020	RYAN	4.00	C200	Review and revise participation agreement for SSgA investment.	\$2,928.00
24	3/20/2020	RYAN	0.40	C200	Finalize initial comments on draft participation agreement from State Street.	\$292.80
25	3/25/2020	RYAN	0.10	C200	Communicate with R. Reilly re: participation agreement with State Street.	\$73.20

3/27/2020	RYAN	0.50	C200	Prepare for and participate in telephone conference with PG&E representatives regarding participation agreement with State Street.	366.00
3/27/2020	RYAN	0.30	C200	Revise participation agreement with State Street in follow up to telephone discussion with PG&E representatives.	219.60
		23.80			
GRAND TOTAL					\$16,191.40